

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

<hr/>		X
BAYER HEALTHCARE LLC,	:	
	:	
Plaintiff,	:	
	:	
v.	:	Civil Action No. 11-cv-3047-AKH
	:	
ELI LILLY AND COMPANY,	:	
	:	
Defendant.	:	
<hr/>		X

AFFIDAVIT OF ADAM B. MICHAELS

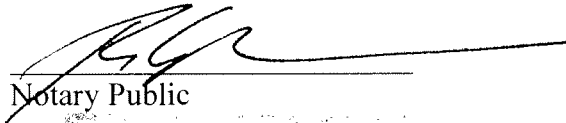
ADAM B. MICHAELS, being duly sworn, deposes and says:

1. I am an attorney at the law firm Pepper Hamilton LLP, counsel for defendant Eli Lilly and Company ("Lilly").
2. I submit this affidavit in further support of Lilly's Motion to Transfer Venue Pursuant to 28 U.S.C. §1404(a).
3. Annexed as Exhibit G is a true and correct copy of Bayer Cropscience's Mems. in Supp. of Mot. to Transfer, No. 4:11-cv-464-RWS (E.D. Mo. May 5, 2011).
4. Annexed as Exhibit H is a true and correct copy of Bayer Cropscience's Mems. in Supp. of Mot. to Transfer, No. 4:11-cv-464-RWS (E.D. Mo. June 16, 2011).
5. Annexed as Exhibit I is a true and correct copy of the Order Granting Transfer, No. 4:11-cv-464-RWS (E.D. Mo. July 15, 2011).
6. Annexed as Exhibit J is a true and correct copy of Bayer Animal Health, Community Involvement, <http://www.bayer-ah.com/community.cfm> (last visited July 28, 2011).



ADAM B. MICHAELS

Sworn to before me this
28th day of July, 2011


Notary Public

RUSSELL E. ADLER
Notary Public, State of New York
No. 02RU6082979
Qualified in Westchester County
Commission Expires Nov. 4, 2014